

#3

## COMBINED DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name; and

I verily believe that I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled: **ISOLATED STROMAL CELLS AND METHODS OF USING THE SAME** the specification of which:

( ) is attached hereto.

(XX) was filed on 28 March 1996 as International Application Serial No. PCT/US96/04407 and was amended on N/A (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose to the U.S. Patent and Trademark Office all information known to be material to the patentability of this application in accordance with 37 CFR § 1.56.

I hereby claim foreign priority benefits under 35 U.S.C. § 119(a-d) of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of any application on which priority is claimed:

Country	Number	Date Filed	Priority Claimed			
			Yes		No	
			Yes		No	
			Yes		No	

I hereby claim the benefit under 35 U.S.C. § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner

provided by the first paragraph of 35 U.S.C. § 112, I acknowledge the duty to disclose to the U.S. Patent and Trademark Office all information known to be material to patentability as defined in 37 CFR § 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application:

Application Serial No.	Filing Date	Status (pending, patented)
08/412,066	28 March 1995	pending

I hereby claim the benefit under 35 U.S.C. § 119(e) of any United States provisional application(s) listed below:

Provisional Application No.	Filing Date
60/006,627	13 November 1995

I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith: **Philip S. Johnson** and **Mark DeLuca**, Registration Nos. 27,200 and 33,229 of the firm of **WOODCOCK WASHBURN KURTZ MACKIEWICZ & NORRIS LLP**, One Liberty Place - 46th Floor, Philadelphia, Pennsylvania 19103, and

Address all telephone calls and correspondence to:

Mark DeLuca, Esq.  
WOODCOCK WASHBURN KURTZ MACKIEWICZ & NORRIS LLP  
One Liberty Place - 46th Floor  
Philadelphia, PA 19103  
Telephone No. 215-568-3100.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the

United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

1	Full Name: <u>Darwin J. Prockop</u>	Inventor's Signature: <u>Darwin J. Prockop</u>	Date: <u>10/17/97</u>
	Residence: <u>Philadelphia, Pennsylvania</u> PA	Citizenship: United States	
	Post Office Address: 291 Locust Street, Philadelphia, Pennsylvania 19106		
2	Full Name: <u>Ruth F. Pereira</u>	Inventor's Signature: <u>R. Pereira</u>	Date: <u>10/13/97</u>
	Residence: <u>Lansdowne, Pennsylvania</u> PA	Citizenship: India	
	Post Office Address: 2nd floor, 101 E. Baltimore Avenue, Lansdowne, Pennsylvania 19050		
3	Full Name: <u>Dennis B. Leeper</u>	Inventor's Signature: <u>Dennis B. Leeper</u>	Date: <u>10/24/97</u>
	Residence: <u>Wynnewood, Pennsylvania</u> PA	Citizenship: United States	
	Post Office Address: 21 Meredith Road, Wynnewood, Pennsylvania 19096		
4	Full Name: <u>Michael D. O'Hara</u>	Inventor's Signature: <u>Michael D. O'Hara</u>	Date: <u>11/24/97</u>
	Residence: <u>Wyncote, Pennsylvania</u> PA	Citizenship: United States	
	Post Office Address: 6 Underwood Road, Wyncote, Pennsylvania 19095		
5	Full Name: <u>Joseph Kulkosky</u>	Inventor's Signature: <u>Joseph Kulkosky</u>	Date: <u>12/28/97</u>
	Residence: <u>Philadelphia, Pennsylvania</u> PA	Citizenship: United States	
	Post Office Address: 6731 Martins Mull Road, Philadelphia, Pennsylvania 19111		

6	Full Name Donald Phinney	Inventor's Signature <i>[Signature]</i>	Date 10/14/97
	Residence Maple Glen, Pennsylvania PA		Citizenship United States
	Post Office Address 1841 Webster Lane, Maple Glen, Pennsylvania 19002		
7	Full Name Alexey Laptev	Inventor's Signature <i>[Signature]</i>	Date 10/13/97
	Residence Philadelphia, Pennsylvania PA		Citizenship Russia
	Post Office Address Apartment 1-F, 917 Pine Street, Philadelphia, Pennsylvania 19107		
8	Full Name Jose Caro	Inventor's Signature	Date
	Residence Gladwyn, Pennsylvania		Citizenship United States
	Post Office Address 1227 Lafayette Road, Gladwyn, Pennsylvania 19035		
9	Full Name	Inventor's Signature	Date
	Residence		Citizenship
	Post Office Address		
10	Full Name	Inventor's Signature	Date
	Residence		Citizenship
	Post Office Address		

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6	Full Name Donald Phinney	Inventor's Signature	Date
	Residence Maple Glen, Pennsylvania		Citizenship United States
	Post Office Address 1841 Webster Lane, Maple Glen, Pennsylvania 19002		
7	Full Name Alexey Laptev	Inventor's Signature	Date
	Residence Philadelphia, Pennsylvania		Citizenship Russia
	Post Office Address Apartment 1-F, 917 Pine Street, Philadelphia, Pennsylvania 19107		
8	Full Name <u>Jose Caro</u>	Inventor's Signature <u>[Signature]</u>	Date 11/6/97
	Residence <u>Gladwyn, Pennsylvania</u>		Citizenship United States
	Post Office Address 1227 Lafayette Road, Gladwyn, Pennsylvania 19035		
9	Full Name	Inventor's Signature	Date
	Residence		Citizenship
	Post Office Address		
10	Full Name	Inventor's Signature	Date
	Residence		Citizenship
	Post Office Address		

08910010-1200007

## COMBINED DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name; and

I verily believe that I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled: **ISOLATED STROMAL CELLS AND METHODS OF USING THE SAME** the specification of which:

( ) is attached hereto.

(XX) was filed on 28 March 1996 as International Application Serial No. PCT/US96/04407 and was amended on N/A (if applicable).

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I hereby claim foreign priority benefits under 35 U.S.C. § 119(a-d) of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of any application on which priority is claimed:

Country	Number	Date Filed	Priority Claimed			
			Yes		No	
			Yes		No	
			Yes		No	

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Provisional Application No.	Filing Date
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Address all telephone calls and correspondence to:

**Mark DeLuca, Esq.**  
**WOODCOCK WASHBURN KURTZ MACKIEWICZ & NORRIS LLP**  
One Liberty Place - 46th Floor  
Philadelphia, PA 19103  
Telephone No. 215-568-3100.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the



United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

1	Full Name: Darwin J. Prockop	Inventor's Signature:	Date:
	Residence: Philadelphia, Pennsylvania	Citizenship: United States	
	Post Office Address: 291 Locust Street, Philadelphia, Pennsylvania 19106		
2	Full Name: Ruth F. Pereira	Inventor's Signature:	Date
	Residence: Lansdowne, Pennsylvania	Citizenship: India	
	Post Office Address: 2nd floor, 101 E. Baltimore Avenue, Lansdowne, Pennsylvania 19050		
3	Full Name: Dennis B. Leeper	Inventor's Signature:	Date
	Residence: Wynnewood, Pennsylvania	Citizenship: United States	
	Post Office Address: 21 Meredith Road, Wynnewood, Pennsylvania 19096		
4	Full Name: Michael D. O'Hara	Inventor's Signature:	Date
	Residence: Wyncote, Pennsylvania	Citizenship: United States	
	Post Office Address: 6 Underwood Road, Wyncote, Pennsylvania 19095		
5	Full Name: Joseph Kulkosky	Inventor's Signature:	Date
	Residence: Philadelphia, Pennsylvania	Citizenship: United States	
	Post Office Address: 6731 Martins Mull Road, Philadelphia, Pennsylvania 19111		

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO: ASSISTANT COMMISSIONER FOR PATENTS, WASHINGTON, DC 20231, ON THE DATE INDICATED BELOW.

BY: Carroll

DATE: December 4, 1997

PATENT

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

In Re.:	Patent Application of	:
	Prockop et al.	: Group Art Unit Not yet assigned
		:
Appln. No.:	08/913,918	:
		:
Filed:	March 28, 1996	:
		:
Title:	Isolated Stromal Cells And Methods Of	: Attorney Docket
	Using The Same	: No. 9855-14U1 (TJU-1857)

**REVOCATION AND APPOINTMENT OF ATTORNEY**

The undersigned states that he/she is authorized to sign the document on behalf of the assignee of the above application, that the evidentiary documents relating to the assignment of the above application have been reviewed, and he/she certifies that, to the best of assignee's knowledge and belief, title to the above application is in assignee by virtue of assignment filed concurrently herewith, a copy of which is enclosed.

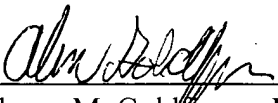
Thomas Jefferson University, assignee of the above application, by its undersigned representative, hereby revokes all previous Powers of Attorney and appoints Ronald L. Panitch, Registration No. 22,825; William W. Schwarze, Registration No. 25,918; Alan S. Nadel, Registration No. 27,363; Leslie L. Kasten, Jr., Registration No. 28,959, Joel S. Goldhammer, Registration No. 22,130; John Jamieson, Jr., Registration No. 29,546; Martin G. Belisario, Registration No. 32,886; Lynda L. Calderone, Registration No. 35,837; Steven H. Meyer, Registration No. 37,189; Randolph J. Huis, Registration No. 34,626; Clark A. Jablon, Registration No. 35,039; Christopher Egolf, Registration No. 27,633; Kathryn Doyle Leary, Registration No. 36,317; Gary D. Colby, Registration No. 40,961; and Catherine M. Joyce, Registration No. 40,668, as its attorneys or agents with full power of substitution and revocation,

to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

Please address all correspondence to **PANITCH SCHWARZE JACOBS & NADEL, P.C.**, One Commerce Square, 2005 Market Street, 22nd Floor, Philadelphia, Pennsylvania 19103-7086. Please direct all communications and telephone calls to **Kathryn Doyle Leary, Ph.D., J.D.** at 215-965-1284 (telephone) or 215-567-2991 (facsimile).

Respectfully submitted,

12/2/97  
(Date)

By:   
Abram M. Goldfinger, M.B.A.  
Title: Director, Office of Technology Transfer

DOCKET NO.: TJU-1857

(Pending Application;  
Serial No. Unknown)

A S S I G N M E N T

WHEREAS, we Darwin J. Prockop; Ruth F. Pereira; Dennis B. Leeper; Michael D. O'Hara; Joseph Kulkosky; Donald Phinney; Alexey Laptev; Jose Caro, hereinafter referred to as the assignors, residing respectively at 291 Locust Street, Philadelphia, Pennsylvania 19106 US; 2nd floor, 101 E. Baltimore Avenue, Lansdowne, Pennsylvania 19050 US; 21 Meredith Road, Wynnewood, Pennsylvania 19096 US; 6 Underwood Road, Wyncote, Pennsylvania 19095 US; 6731 Martins Mull Road, Philadelphia, Pennsylvania 19111 US; 1841 Webster Lane, Maple Glen, Pennsylvania 19002 US; Apartment 1-F, 917 Pine Street, Philadelphia, Pennsylvania 19107 US; 1227 Lafayette Road, Gladwyn, Pennsylvania 19035 US, are the joint inventors of certain inventions or improvements for which we have made application for Letters Patent to the United States, identified as Case No. TJU-1857, entitled ISOLATED STROMAL CELLS AND METHODS OF USING THE SAME; and

WHEREAS, Thomas Jefferson University hereinafter referred to as the assignee, of 11th and Walnut Streets, Philadelphia, Pennsylvania 19107, a corporation of Pennsylvania, is desirous of acquiring the entire right, title and interest in and to the said inventions or improvements and in and to the said application, and in, to and under any and all Letters Patent which may be granted on or as a result thereof in any and all countries:

NOW, THEREFORE, for and in consideration of the terms of the patent policy of Thomas Jefferson University, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said assignors, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over to said assignee, the entire right, title and interest in and to said inventions or improvements and said application and any and all continuations, divisions and renewals of and substitutes for said application, and in, to and under any and all Letters Patent which may be granted on or as a result thereof in the United States and any and all other countries, and any reissue or reissues or extension or extensions of said Letters Patent, and assign to and authorize said assignee, to file in our names applications for Letters Patent in all countries, the same to be held and enjoyed by said assignee, its successors, assigns, nominees or legal representatives, to the full end of the term or terms for which said Letters Patent respectively may be granted, reissued or extended, as fully and entirely as the same would have been held and enjoyed by us had this assignment, sale and transfer not been made.

AND we hereby covenant that we have full right to convey

the entire interest herein assigned, and that we have not executed and will not execute any agreement in conflict herewith, and we further covenant and agree that we will each time request is made and without undue delay, execute and deliver all such papers as may be necessary or desirable to perfect the title to said inventions or improvements, said application and said Letters Patent to said assignee, its successors, assigns, nominees, or legal representatives, and each of us agrees to communicate to said assignee or to its nominee all known facts respecting said inventions or improvements, said application and said Letters Patent, to testify in any legal proceedings, to sign all lawful papers, to execute all disclaimers and divisional, continuing, reissue and foreign applications, to make all rightful oaths, and generally to do everything possible to aid said assignee, its successors, assigns, nominees and legal representatives to obtain and enforce for its or their own benefit proper patent protection for said inventions or improvements in any and all countries.

AND we hereby authorize and request the Commissioner of Patents and Trademarks of the United States and any official of any country or countries foreign to the United States whose duty it is to issue patents on applications as aforesaid, to issue to said assignee, as assignee of the entire right, title and interest, any and all Letters Patent for said inventions or improvements, including any and all Letters Patent of the United States which may be issued and granted on or as a result of the application aforesaid, in accordance with the terms of this assignment.

We further authorize and direct our attorneys to insert below\* the serial number and filing date of said application now identified as Case No. TJU-1857 as soon as the same shall have been made known to them by the United States Patent Office.

IN WITNESS WHEREOF, we have hereunto set our hands and seals.

Darwin J. Prockop (L.S.)  
Darwin J. PROCKOP

Ruth F. Pereira (L.S.)  
Ruth F. PEREIRA

\_\_\_\_ (L.S.)  
Dennis B. LEEPER

\_\_\_\_ (L.S.)  
Michael D. O'HARA

\_\_\_\_ (L.S.)  
Joseph KULKOSKY

Donald Phinney (L.S.)  
Donald PHINNEY

Alexey Laptev (L.S.)  
Alexey LAPTEV

\_\_\_\_ (L.S.)  
Jose CARO

[WHERE ALL INVENTORS SIGN BEFORE THE SAME NOTARY:]

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Darwin J. Prockop, Ruth F. Pereira, Dennis B. Leeper, Michael D. O'Hara, Joseph Kulkosky, Donald Phinney, Alexey Laptev, Jose Caro to me personally known and known to me to be the same individuals who executed the foregoing assignment, and who acknowledged to me that they executed the same of their own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

[WHERE INVENTORS SIGN BEFORE SEPARATE NOTARIES:]

Pennsylvania: SS  
COUNTY OF Philadelphia:

On this 30th day of October, 1997, before me personally came the above named Darwin J. Prockop to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

Rose M. Jenkins  
Notary Public

Notarial Seal  
Rose M. Jenkins, Notary Public  
Philadelphia, Philadelphia County  
My Commission Expires June 5, 2000

Pennsylvania :  
COUNTY OF Philadelphia : SS

On this 30th day of October, 1997, before me personally came the above named Ruth F. Pereira to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

Rose M. Jenkins

Notary Public

Notarial Seal  
Rose M. Jenkins, Notary Public  
Philadelphia, Philadelphia County  
My Commission Expires June 5, 2000

\_\_\_\_\_  
COUNTY OF \_\_\_\_\_ : SS

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Dennis B. Leeper to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public



\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Michael D. O'Hara to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Joseph Kulkosky to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

Pennsylvania \_\_\_\_\_: SS  
COUNTY OF Philadelphia \_\_\_\_\_:

On this 30th day of October, 1997, before me personally came the above named Donald Phinney to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

Rose M. Jenkins  
Notary Public

Pennsylvania \_\_\_\_\_:

K:\UI\FORMS\ASSIGN\TJU-WOSN.JNT

- 5 -

Notarial Seal  
Rose M. Jenkins, Notary Public  
Philadelphia, Philadelphia County  
My Commission Expires June 5, 2000

COUNTY OF Philadelphia : SS

On this 30th day of October, 1997, before me personally came the above named Alexey Laptev to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

Rose M. Jenkins

Notary Public

\_\_\_\_\_  
COUNTY OF \_\_\_\_\_ :

SS

Notarial Seal  
Rose M. Jenkins, Notary Public  
Philadelphia, Philadelphia County  
My Commission Expires June 5, 2000

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Jose Caro to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

\*The above assignment covers application Serial No. \_\_\_\_\_, filed on \_\_\_\_\_, 19\_\_.

The above insertion made by me this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_.

\_\_\_\_\_  
of WOODCOCK WASHBURN KURTZ MACKIEWICZ  
& NORRIS LLP

DOCKET NO.: TJU-1857

(Pending Application;  
Serial No. Unknown)

A S S I G N M E N T

WHEREAS, we Darwin J. Prockop; Ruth F. Pereira; Dennis B. Leeper; Michael D. O'Hara; Joseph Kulkosky; Donald Phinney; Alexey Laptev; Jose Caro, hereinafter referred to as the assignors, residing respectively at 291 Locust Street, Philadelphia, Pennsylvania 19106 US; 2nd floor, 101 E. Baltimore Avenue, Lansdowne, Pennsylvania 19050 US; 21 Meredith Road, Wynnewood, Pennsylvania 19096 US; 6 Underwood Road, Wyncote, Pennsylvania 19095 US; 6731 Martins Mull Road, Philadelphia, Pennsylvania 19111 US; 1841 Webster Lane, Maple Glen, Pennsylvania 19002 US; Apartment 1-F, 917 Pine Street, Philadelphia, Pennsylvania 19107 US; 1227 Lafayette Road, Gladwyn, Pennsylvania 19035 US, are the joint inventors of certain inventions or improvements for which we have made application for Letters Patent to the United States, identified as Case No. TJU-1857, entitled ISOLATED STROMAL CELLS AND METHODS OF USING THE SAME; and

WHEREAS, Thomas Jefferson University hereinafter referred to as the assignee, of 11th and Walnut Streets, Philadelphia, Pennsylvania 19107, a corporation of Pennsylvania, is desirous of acquiring the entire right, title and interest in and to the said inventions or improvements and in and to the said application, and in, to and under any and all Letters Patent which may be granted on or as a result thereof in any and all countries:

NOW, THEREFORE, for and in consideration of the terms of the patent policy of Thomas Jefferson University, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said assignors, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over to said assignee, the entire right, title and interest in and to said inventions or improvements and said application and any and all continuations, divisions and renewals of and substitutes for said application, and in, to and under any and all Letters Patent which may be granted on or as a result thereof in the United States and any and all other countries, and any reissue or reissues or extension or extensions of said Letters Patent, and assign to and authorize said assignee, to file in our names applications for Letters Patent in all countries, the same to be held and enjoyed by said assignee, its successors, assigns, nominees or legal representatives, to the full end of the term or terms for which said Letters Patent respectively may be granted, reissued or extended, as fully and entirely as the same would have been held and enjoyed by us had this assignment, sale and transfer not been made.

AND we hereby covenant that we have full right to convey

the entire interest herein assigned, and that we have not executed and will not execute any agreement in conflict herewith, and we further covenant and agree that we will each time request is made and without undue delay, execute and deliver all such papers as may be necessary or desirable to perfect the title to said inventions or improvements, said application and said Letters Patent to said assignee, its successors, assigns, nominees, or legal representatives, and each of us agrees to communicate to said assignee or to its nominee all known facts respecting said inventions or improvements, said application and said Letters Patent, to testify in any legal proceedings, to sign all lawful papers, to execute all disclaimers and divisional, continuing, reissue and foreign applications, to make all rightful oaths, and generally to do everything possible to aid said assignee, its successors, assigns, nominees and legal representatives to obtain and enforce for its or their own benefit proper patent protection for said inventions or improvements in any and all countries.

AND we hereby authorize and request the Commissioner of Patents and Trademarks of the United States and any official of any country or countries foreign to the United States whose duty it is to issue patents on applications as aforesaid, to issue to said assignee, as assignee of the entire right, title and interest, any and all Letters Patent for said inventions or improvements, including any and all Letters Patent of the United States which may be issued and granted on or as a result of the application aforesaid, in accordance with the terms of this assignment.

We further authorize and direct our attorneys to insert below\* the serial number and filing date of said application now identified as Case No. TJU-1057 as soon as the same shall have been made known to them by the United States Patent Office.

IN WITNESS WHEREOF, we have hereunto set our hands and seals.

\_\_\_\_\_(L.S.)  
Darwin J. PROCKOP

\_\_\_\_\_(L.S.)  
Joseph KULKOSKY

\_\_\_\_\_(L.S.)  
Ruth F. PEREIRA

\_\_\_\_\_(L.S.)  
Donald PHINNEY

\_\_\_\_\_(L.S.)  
Dennis B. LEEPER

\_\_\_\_\_(L.S.)  
Alexey LAPTEV

\_\_\_\_\_(L.S.)  
Michael D. O'HARA

\_\_\_\_\_(L.S.)  
Jose CARO

[WHERE ALL INVENTORS SIGN BEFORE THE SAME NOTARY:]

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

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\_\_\_\_\_  
Notary Public

[WHERE INVENTORS SIGN BEFORE SEPARATE NOTARIES:]

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

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\_\_\_\_\_  
Notary Public

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Ruth F. Pereira to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Dennis B. Leeper to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Michael D. O'Hara to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Joseph Kulkosky to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Donald Phinney to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_:

SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Alexey Laptev to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public  
State of Indiana \_\_\_\_\_:  
SS  
COUNTY OF Marion \_\_\_\_\_:

On this 10<sup>th</sup> day of November, 1997, before me personally came the above named Jose Caro to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

Jamra Ann Cleary  
Notary Public  
My Commission Expires May 12, 2002

\*The above assignment covers application Serial No. \_\_\_\_\_, filed on \_\_\_\_\_, 19\_\_.

The above insertion made by me this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_.

\_\_\_\_\_  
of WOODCOCK WASHBURN KURTZ MACKIEWICZ  
& NORRIS LLP



DOCKET NO.: TJU-1857

(Pending Application;  
Serial No. Unknown)

A S S I G N M E N T

WHEREAS, we Darwin J. Prockop; Ruth F. Pereira; Dennis B. Leeper; Michael D. O'Hara; Joseph Kulkosky; Donald Phinney; Alexey Laptev; Jose Caro, hereinafter referred to as the assignors, residing respectively at 291 Locust Street, Philadelphia, Pennsylvania 19106 US; 2nd floor, 101 E. Baltimore Avenue, Lansdowne, Pennsylvania 19050 US; 21 Meredith Road, Wynnewood, Pennsylvania 19096 US; 6 Underwood Road, Wyncote, Pennsylvania 19095 US; 6731 Martins Mull Road, Philadelphia, Pennsylvania 19111 US; 1841 Webster Lane, Maple Glen, Pennsylvania 19002 US; Apartment 1-F, 917 Pine Street, Philadelphia, Pennsylvania 19107 US; 1227 Lafayette Road, Gladwyn, Pennsylvania 19035 US, are the joint inventors of certain inventions or improvements for which we have made application for Letters Patent to the United States, identified as Case No. TJU-1857, entitled ISOLATED STROMAL CELLS AND METHODS OF USING THE SAME; and

WHEREAS, Thomas Jefferson University hereinafter referred to as the assignee, of 11th and Walnut Streets, Philadelphia, Pennsylvania 19107, a corporation of Pennsylvania, is desirous of acquiring the entire right, title and interest in and to the said inventions or improvements and in and to the said application, and in, to and under any and all Letters Patent which may be granted on or as a result thereof in any and all countries:

NOW, THEREFORE, for and in consideration of the terms of the patent policy of Thomas Jefferson University, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said assignors, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over to said assignee, the entire right, title and interest in and to said inventions or improvements and said application and any and all continuations, divisions and renewals of and substitutes for said application, and in, to and under any and all Letters Patent which may be granted on or as a result thereof in the United States and any and all other countries, and any reissue or reissues or extension or extensions of said Letters Patent, and assign to and authorize said assignee, to file in our names applications for Letters Patent in all countries, the same to be held and enjoyed by said assignee, its successors, assigns, nominees or legal representatives, to the full end of the term or terms for which said Letters Patent respectively may be granted, reissued or extended, as fully and entirely as the same would have been held and enjoyed by us had this assignment, sale and transfer not been made.

AND we hereby covenant that we have full right to convey

the entire interest herein assigned, and that we have not executed and will not execute any agreement in conflict herewith, and we further covenant and agree that we will each time request is made and without undue delay, execute and deliver all such papers as may be necessary or desirable to perfect the title to said inventions or improvements, said application and said Letters Patent to said assignee, its successors, assigns, nominees, or legal representatives, and each of us agrees to communicate to said assignee or to its nominee all known facts respecting said inventions or improvements, said application and said Letters Patent, to testify in any legal proceedings, to sign all lawful papers, to execute all disclaimers and divisional, continuing, reissue and foreign applications, to make all rightful oaths, and generally to do everything possible to aid said assignee, its successors, assigns, nominees and legal representatives to obtain and enforce for its or their own benefit proper patent protection for said inventions or improvements in any and all countries.

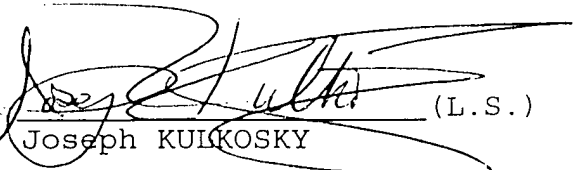
AND we hereby authorize and request the Commissioner of Patents and Trademarks of the United States and any official of any country or countries foreign to the United States whose duty it is to issue patents on applications as aforesaid, to issue to said assignee, as assignee of the entire right, title and interest, any and all Letters Patent for said inventions or improvements, including any and all Letters Patent of the United States which may be issued and granted on or as a result of the application aforesaid, in accordance with the terms of this assignment.

We further authorize and direct our attorneys to insert below\* the serial number and filing date of said application now identified as Case No. TJU-1857 as soon as the same shall have been made known to them by the United States Patent Office.

IN WITNESS WHEREOF, we have hereunto set our hands and seals.

\_\_\_\_\_  
Darwin J. PROCKOP

(L.S.)

  
Joseph KULKOSKY

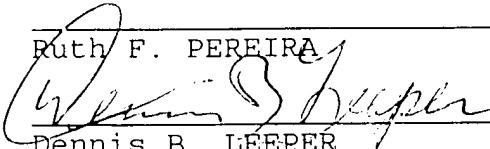
(L.S.)

\_\_\_\_\_  
Ruth F. PEREIRA

(L.S.)

\_\_\_\_\_  
Donald PHINNEY

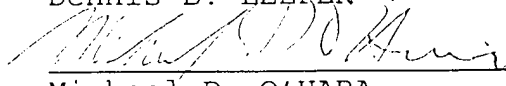
(L.S.)

  
Dennis B. LEEPER

(L.S.)

\_\_\_\_\_  
Alexey LAPTEV

(L.S.)

  
Michael D. O'HARA

(L.S.)

\_\_\_\_\_  
Jose CARO

(L.S.)

[WHERE ALL INVENTORS SIGN BEFORE THE SAME NOTARY:]

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Darwin J. Prockop, Ruth F. Pereira, Dennis B. Leeper, Michael D. O'Hara, Joseph Kulkosky, Donald Phinney, Alexey Laptev, Jose Caro to me personally known and known to me to be the same individuals who executed the foregoing assignment, and who acknowledged to me that they executed the same of their own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

[WHERE INVENTORS SIGN BEFORE SEPARATE NOTARIES:]

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Darwin J. Prockop to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Ruth F. Pereira to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

Pennsylvania: SS  
COUNTY OF Philadelphia:

On this 28 day of October, 1997, before me personally came the above named Dennis B. Leeper to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

Sherry R. Weitz  
Notary Public

NOTARIAL SEAL  
SHERRY R. WEITZ, Notary Public  
City of Philadelphia, Phila. County  
My Commission Expires June 27, 1998

New Jersey :  
COUNTY OF Somerset : SS

On this 24 day of November, 1997, before me personally came the above named Michael D. O'Hara to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

Karen Hardwick

Notary Public

Pennsylvania :  
COUNTY OF Philadelphia : SS

**KAREN HARDWICK**  
Notary Public of New Jersey  
My Commission Expires May 2, 1998

On this 28 day of October, 1997, before me personally came the above named Joseph Kulkosky to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

Sherry R. Weitz

Notary Public

\_\_\_\_\_  
COUNTY OF \_\_\_\_\_ : SS

NOTARIAL SEAL  
SHERRY R. WEITZ, Notary Public  
City of Philadelphia, Phila. County  
My Commission Expires June 27, 1998

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Donald Phinney to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

COUNTY OF \_\_\_\_\_: SS

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Alexey Laptev to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public  
\_\_\_\_\_: SS  
COUNTY OF \_\_\_\_\_:

On this \_\_\_\_\_ day of \_\_\_\_\_, 1997, before me personally came the above named Jose Caro to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

\_\_\_\_\_  
Notary Public

\*The above assignment covers application Serial No. \_\_\_\_\_, filed on \_\_\_\_\_, 19\_\_.

The above insertion made by me this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_.

\_\_\_\_\_  
of WOODCOCK WASHBURN KURTZ MACKIEWICZ  
& NORRIS LLP